

EXHIBIT YY

July 2004

Part 12 of 31

The Fleming Company
 Legal Service for the Period Ending July 31, 2004
 August 16, 2004

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
6/18/04	Richard L Wynne	0.20	Analyze bankruptcy deposition notice issues re Hawaii litigation.
7/01/04	Edgar I Yep	8.00	Compile and assemble exhibits re Response to Berry's Stay Motion (3.5); prepare Y Hata Custodian of Record and Y Hata, Inc. subpoenas (1.5); search and provide documents re Response to Berry's Motion to M. Dulac (3.0).
7/01/04	Melissa M Dulac	10.30	Draft objection to motion of W. Berry to lift stay (8.5); communicate with S. Cho re same (.5); draft subpoenas for documents and depositions to Y. Hata & Co., Ltd. and custodian of records for Y. Hata & Co., Ltd. (1.3).
7/01/04	Antoinette Huerta	3.50	Research and compile information and documents per attorney request re Berry depositions (2.0); update main case files re Berry (1.5).
7/01/04	Michael G Fatall	1.70	Review and analysis of motion for judgment re damages in Berry infringement case (.7); e-mail conferences with D. Capozzolla re Berry deposition review prior deposition re damages issues (1.0).
7/01/04	Damian D Capozzola	9.70	Prepare for and participate in W. Berry deposition, and follow-up communications re same (9.7).
7/01/04	Eric C Liebler	9.70	Prepare for (2.7) and conduct W. Berry deposition (7.0).
7/01/04	Jeffery S Norman	5.40	Review trial transcripts and exhibits from W. Berry trial (3.0); prepare topics for questions for W. Berry deposition (1.5); correspond with D. Capozzola re same (.5); review subpoena to Y. Hata (.4).
7/02/04	Michael G Fatall	0.70	Analysis of research re copyright issues.

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7/02/04	Damian D Capozzola	1.00	Communications and analysis re Hawaiian software issues (1.0).
7/05/04	Shirley S Cho	0.20	Review Berry stipulation.
7/05/04	Richard L Wynne	0.30	Telephone conference with D. Capozzola re Berry settlement.
7/05/04	Damian D Capozzola	2.20	Review and analysis of transcript of W. Berry deposition (1.1); draft and circulate stipulation re Berry issues and communications re same (1.1).
7/06/04	Melissa M Dulac	0.20	Communicate with D. Capozzola re response to motion of W. Berry for relief from automatic stay (.2).
7/06/04	Allison Mayo Andrews	5.60	Assist attorney with preparation of brief and supporting documents re Debtor's objections to Berry's motion re automatic stay.
7/06/04	Richard L Wynne	1.20	Telephone conference with E. Liebeler re Berry deposition and opposition to his motion and settlement ideas (.3); telephone conference with D. Capozzola re Berry stipulation (.2); telephone conference with D. Capozzola re Berry stipulation and review of stipulation (two calls) (.2); telephone conference with R. Hertzberg re Berry settlement stipulation, possible response to Berry and preparation for hearing (.2); telephone conference with E. Liebeler re Berry motion hearing preparation (.3).
7/06/04	Romana O Samad	4.30	Research Berry defenses (3.3); discuss NorthStar appeal research with E. Shen (1.0).
7/06/04	Damian Capozzola	11.00	Communications and analysis re Hawaiian software stipulation and revisions re same (1.7); review and revise Hawaiian software opposition papers and prepare exhibits re same (8.6); communications and analysis re Y Hata deposition and Hawaiian software procedural issues (.7).

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7/06/04	Eric C Liebeler	5.10	Review W. Berry deposition transcript and prior filings (2.7); prepare for hearing on motion to lift stay (2.4).
7/07/04	Edgar I Yep	7.30	Coordinate with team members to compile, organize and put into binders and folders documents, including cases and statutes from WestLaw re W. Berry for upcoming court hearing (7.3).
7/07/04	Allison Mayo Andrews	4.90	Review, process and collate incoming case documents (2.4); analyze and prepare case documents re Fleming/Berry matter for attorney review and use (2.5).
7/07/04	Richard L Wynne	0.60	Conference with E. Liebeler re Berry argument and issues on software expert (.3); telephone conference with D. Capozzola re Berry's plan motion (.3).
7/07/04	Damian D Capozzola	5.90	Review and revise Berry lift stay opposition papers and communications re same (2.6); communications re review W. Berry Plan Objection and prepare response (1.8); review scheduling materials (.3); review and analysis of J. Lee memorandum re damages (.4); communications with J. Norman re copyright and damages issues (.3); review memorandum on substantial compliance issues (.1); communications with L. Smith and T. Hogan re Hawaiian software issues (.4).
7/07/04	Damian D Capozzola	0.20	Analyze Hawaiian software matters.
7/07/04	Jeffery S Norman	3.30	Review copyright research (2.0); telephone conference with D. Capozzola re same (.2); office conference with M. Fatall re additional research (.3); review memo by J. Lee on copyright damages generally (.8).
7/08/04	Melissa M Dulac	5.50	Research re arguments to present in opposition to W. Berry's motion to lift stay (3.7); communicate with D. Capozzola and E. Liebeler

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			re same (.3); draft summary of research re same and send to E. Liebeler (1.5).
7/08/04	Antoinette Huerta	4.50	Research and compile documents and information re Berry for upcoming preparation of motion (3.0); update main case files with recently filed documents re Berry (1.5)
7/08/04	Michael G Fatall	7.50	Legal research and analysis of copyright issues (2.0); conferences with D. Milligan, J. Norman re copyright research results and strategy re same (3.5); review, analysis and revise memorandum to litigation team, D. Capozzola re same (2.0).
7/08/04	Richard L Wynne	2.50	Analyze Berry objection to confirmation plan, relief motion, debtors reply re plan relief motion, OCC reply, D. Capozzola declaration and all exhibits, Berry motion for preliminary injunction an all exhibits, Berry deposition transcript and exhibits.
7/08/04	Damian D Capozzola	4.30	Communications and analysis re Y. Hata (.2); communications and analysis re Hawaiian software issues (3.0); communications re Hawaiian software discovery issues and draft interrogatories (.6); communications with T. Hogan (.5).
7/08/04	Eric C Liebeler	6.80	Prepare for hearing on W. Berry motion to lift stay (5.1); several telephone conferences with D. Capozzola re same (1.7).
7/08/04	Jeffery S Norman	0.40	Correspond with D. Cappozola and L. Smith re copyright issues (.4).
7/10/04	Damian D Capozzola	4.80	Communications with E. Liebeler, M. Dulac, L. Smith, and J. Skidmore re Hawaiian software issues and analysis re same (3.8); review and analysis of communications from T. Hogan (.7); review and analysis of Hawaiian software pleadings (.3).

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7/11/04	Damian D Capozzola	6.50	Communications from T. Hogan and analysis and communications with other counsel re same (1.5); review, analyze, and revise Hawaiian software pleadings and communications with E. Liebeler and M. Dulac re same (2.9); analysis of 17 USC 106 issues and communications re same (.7); print and process documents for production to T. Hogan (1.2).
7/11/04	Jeffery S Norman	1.10	Correspond with L. Smith and D. Cappozola re copyright damages and liability theories asserted by Berry.
7/12/04	Michael G Fatall	0.50	Review e-mails from D. Capozzola re other 106 violation arguments brought by Berry.
7/12/04	Richard L Wynne	1.30	Telephone conference with R. Hertzberg, J. Skidmore and E. Liebeler re Berry case, strategy and facts, to do list on depositions and possible settlement scenarios,
7/12/04	Romana O Samad	8.50	Review Berry pleadings and research argument re informal proofs of claim (8.5).
7/12/04	Neal F San Diego	3.00	Prepare evidentiary documents re Berry.
7/12/04	Damian D Capozzola	7.00	Prepare for and participate in conference calls re Hawaiian software issues and strategies, and other communications and analysis re same (4.5); review and revise Hawaiian software pleadings, and research and communications with team members re same (2.5).
7/12/04	Damian D Capozzola	0.30	Analyze Berry issues.
7/13/04	Edgar I Yep	3.50	Compile documents requested by M. Dulac and E. Liebeler re upcoming Berry matter court filing (2.0); search Westlaw to print cases requested by E. Liebeler and D. Capozzola (1.5).

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7/13/04	Richard L Wynne	0.80	Telephone conference with E. Liebeler and D. Capozzola re settlement offer to Berry (.4); preparation of Berry settlement offer (.2); preparation of Berry settlement proposal (.2).
7/13/04	Damian D Capozzola	9.40	Communications and analysis re Hawaiian pleadings and strategies (7.4); review and analysis of pleadings in Hawaiian software matter (2.0).
7/13/04	Damian D Capozzola	0.40	Analyze Berry issues.
7/14/04	Edgar I Yep	1.50	Search for documents and docket numbers requested by M. Dulac for upcoming Berry matter court filing.
7/14/04	Allison Mayo Andrews	1.80	Deposition coordination re Y. Hata in Fleming/Berry litigation (1.0); assist attorney with preparation of exhibits for hearing on 7/26/04 (.8).
7/14/04	Raymond F Roman	12.00	Research and compile Berry correspondence for upcoming hearing; (6.0) research and compile Berry pleadings for upcoming hearing. (6.0)
7/14/04	Richard L Wynne	0.40	Preparation of reply to Berry's settlement proposal (.2); analyze Hogan counter-offer re Berry (.2).
7/14/04	Romana O Samad	6.90	Research and draft memo re defense to Berry.
7/14/04	Damian D Capozzola	7.20	Review and analysis of Hawaiian software pleadings, draft pleadings and letter brief, compile exhibits, and communications re same.
7/15/04	Allison Mayo Andrews	8.60	Assist attorney with preparation of response and supporting affidavit re Berry's plan objection.
7/15/04	Antoinette Huerta	14.80	Assist with preparation of plan confirmation response (12.8); research and compile information per D. Capozzola for upcoming hearing re plan confirmation

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			(2.0).
7/15/04	Raymond F Roman	14.00	Research and compile Berry correspondence for upcoming hearing (7.0); research and compile Berry pleadings for upcoming hearing (7.0).
7/15/04	Richard L Wynne	2.30	Revision of Berry reply brief (.4); telephone conference with R. Cobb re Berry and settlement ideas (.2); revision of Berry reply brief (.9); telephone conferences with E. Liebeler and D. Capozzola re Berry reply brief (multiple calls) (.8).
7/15/04	Damian D Capozzola	9.00	Analysis of Hawaiian software pleadings, review and revise same, and prepare declaration and supporting exhibits (7.1); analysis re Hawaiian software discovery issues (.5); analysis re Hawaiian software case management and strategy issues (1.4).
7/16/04	Raymond F Roman	9.50	Research and compile Berry correspondence for upcoming hearing; (4.50) research and compile Berry pleadings for upcoming hearing. (5.0)
7/16/04	Damian D Capozzola	8.90	Communications and analysis with E. Liebeler and L. Smith re Hawaiian software issues (2.5); review and revise Hawaiian software brief re plan confirmation support (3.0); prepare for and participate in witness preparation sessions (3.4).
7/17/04	Richard L Wynne	0.50	Telephone conference with J. Sprayregen re Berry settlement idea (.1); preparation of e-mail re possible Berry settlement outline (.4).
7/17/04	Damian D Capozzola	0.50	Review prepetition Hawaiian software trial transcripts (.3); communications and analysis re Hawaiian software strategy issues (.2).

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7/18/04	Richard L Wynne	0.70	Telephone conference with R. Cobb and R. Hertzberg re Berry settlement issues (.4); telephone conference with T. Hogan, R. Cobb and R. Hertzberg re possible settlement issues (.3).
7/18/04	Damian D Capozzola	4.80	Communications and analysis re Hawaiian software hearing strategies and action items (2.9); review and revise task lists (1.3); research re burden issues (.6).
7/18/04	Eric C Liebeler	7.90	Prepare for Berry hearing by reviewing Berry briefs and issues (3.5); conduct team meeting (1.2); draft Dillon direct (1.2); draft Berry cross (2.0).
7/19/04	Edgar I Yep	10.50	Coordinate with team members and compile and organize into binders and folders, numerous documents in preparation for the upcoming court hearing re Plan Confirmation and W. Berry matter, per D. Capozzola and E. Liebeler.
7/19/04	Allison Mayo Andrews	7.00	Analyze and prepare case documents re Fleming/Berry matter for attorney review and use (7.0).
7/19/04	Antoinette Huerta	5.50	Research and compile listing of materials re Berry for upcoming hearing on July 26, 2004 (5.5).
7/19/04	Raymond F Roman	8.50	Research and compile Berry correspondence for upcoming hearing (4.0); research and compile Berry pleadings for upcoming hearing (4.5).
7/19/04	Richard L Wynne	1.50	Telephone conference with B. Roof and G. Richards re C&S settlement issues (.4); telephone conference with R. Hertzberg and E. Liebeler re Berry issues, RFS motion, estimation, confirmation objections and settlement (.7); analyze Berry RFS reply papers (.4).
7/19/04	Richard L Wynne	0.70	Telephone conference with E. Liebeler re witness preparation,

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			Berry settlement (.3); telephone conference with E. Liebeler re new Berry arguments raised by him (.4).
7/19/04	Romana O Samad	9.20	Research law re brief to lift stay.
7/19/04	Neal F San Diego	3.00	Analyze and prepare documents re Berry for coding (3.0).
7/19/04	Damian D Capozzola	5.30	Communications and analysis re Hawaiian software issues (5.3).
7/20/04	Edgar I Yep	3.50	Compile documents for E. Liebeler re Berry matter and Plan Confirmation.
7/20/04	Allison Mayo Andrews	6.60	Analyze and process incoming case documents (2.6); analyze and prepare case documents re Fleming/Berry matter for attorney review and use (2.5); prepare case documents re plan confirmation for attorney review and use (1.5).
7/20/04	Antoinette Huerta	4.00	Assemble and prepare Berry pleadings for shipping in preparation of hearing on July 26, 2004 (4.0).
7/20/04	Michael G Fatall	0.80	Review and analysis of Berry briefs (.6); e-mail to D. Capozzola, E. Yep re same (.2).
7/20/04	Richard L Wynne	0.10	Telephone conference with R. Hertzberg and J. Skidmore re new Berry filings.
7/20/04	Romana O Samad	15.70	Draft reply brief (13.2); check standards re additional arguments to be made re lifting stay (2.5).
7/20/04	James R Strohl	0.70	Review transcripts re Berry side letter.
7/20/04	Neal F San Diego	13.30	Update files and index in preparation for the upcoming hearing re Berry.
7/20/04	Damian D Capozzola	0.20	Communications with T. Hogan (.2).
7/21/04	Edgar I Yep	6.50	Compile and organize into binders, documents re Berry filing from 7/19/04 (3.0); compile, organize and put into binders, exhibits

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
			from all Berry-related filings for D. Capozzola (3.5).
7/21/04	Allison Mayo Andrews	15.00	Assist attorneys with preparation for hearing re Plan Confirmation (6.0); review and prepare case documents for attorney review and use re same (4.0); assist attorney with preparation of reply brief re estimating administrative claim (5.0).
7/21/04	Antoinette Huerta	17.00	Research and compile pleadings including all exhibits and correspondence re Berry in preparation for plan confirmation hearing (8.5); research and compile discovery documents re Berry in preparation for plan confirmation hearing (4.5); research, compile and assemble case documents and hearing transcripts re Berry in preparation for plan confirmation hearing (4.0).
7/21/04	Romana O Samad	13.00	Produce all financial documents showing shipments to HI or profits at HI facility (2.0); draft motion for leave to file reply re lifting stay (1.0); research and gather caselaw for missing citations in brief (8.0); prepare all exhibits for filing (2.0).
7/21/04	Neal F San Diego	15.30	Update files and index in preparation for the upcoming hearing re Berry.
7/21/04	Damian D Capozzola	7.00	Draft and revise briefing on Hawaiian software issues (7.0).
7/22/04	Edgar I Yep	6.00	Coordinate revisions and completion of documents to be filed in Berry matter (4.5); search database for documents re "derivatives" per D. Capozzola (1.0).
7/22/04	Allison Mayo Andrews	10.50	Prepare case documents re Berry for attorney review and use at hearing on 7/26/04 (3.0); review billing statements re Berry issues (2.5); assist attorneys with preparation of Debtor's

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
			supplemental opposition re Berrys motion re automatic stay and reply to motion re administrative claim (5.0).
7/22/04	Antoinette Huerta	4.80	Assist with preparation of motion for filing re Berry.
7/22/04	Raymond F Roman	10.00	Research and compile pleadings re W. Berry in Preparation for hearing. (10.0)
7/22/04	Romana O Samad	7.50	Finalize two briefs for Berry (2.0); check cites and coordinate exhibits (4.5); prepare documents and binders to take for hearing (1.0).
7/22/04	Grace J Chang	3.20	Draft insert to Fleming's opposition to Wayne Berry's motion for order granting relief from stay arguing that Berry's jury verdict could not be res judicata on subsequent litigation because it was not entered and therefore not final for purposes for res judicata (3.2).
7/23/04	Antoinette Huerta	8.50	Assist with preparation of motion re administrative claim re plan confirmation (2.5); assist with preparation of materials re Berry for upcoming plan confirmation hearing (4.5); prepare list of materials to be sent to Delaware in preparation for upcoming hearing (1.5).
7/23/04	Raymond F Roman	9.50	Assist in preparation for Berry hearing.
7/23/04	Neal F San Diego	10.30	Assist in preparation for the upcoming hearing re Berry.
7/23/04	Damian D Capozzola	4.30	Issues; communications and analysis re Hawaiian software issues and strategies (4.3).
7/24/04	Duy Q Doan	1.50	Assist legal assistant and attorneys with remote database connection from Delaware.
7/24/04	Antoinette Huerta	12.50	Compile and review attorney time entries for possible use in Berry filing re plan confirmation (5.0);

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			assist with preparation of hearing re Berry on July 26, 2004 (7.5).
7/24/04	Raymond F Roman	10.00	Assist in preparation for Berry hearing.
7/24/04	Neal F San Diego	11.80	Assist in preparation for the upcoming hearing re Berry.
7/24/04	Damian D Capozzola	17.40	Prepare for Berry hearings -- draft witness outlines (3.5), review documents (5.5), compile exhibits (5.5), and communications with team members re same and general strategies (2.9).
7/25/04	Antoinette Huerta	6.30	Assist with preparation of hearing re Berry on July 26, 2004 (6.30).
7/25/04	Raymond F Roman	8.00	Assisted in preparation for Berry hearing.
7/25/04	Raymond F Roman	0.50	Assist in preparation for Berry hearing.
7/25/04	Richard L Wynne	0.70	Analyze last round of Berry pleadings.
7/25/04	Neal F San Diego	9.00	Assist in preparation for the upcoming hearing re Berry.
7/25/04	Damian D Capozzola	21.50	Prepare for Berry hearings -- draft witness outlines and communications re same (4.5), review documents (5.5), compile exhibits (7.5), and communications with team members re same and general strategies (5.0).
7/26/04	Antoinette Huerta	1.50	Research and compile documents and information in preparation of Fleming's response to Berry's motion for preliminary injunction.
7/26/04	Raymond F Roman	11.50	Assist in preparation for Berry hearing; (8.0) organize general correspondence to be entered into data base and binders. (3.5)
7/26/04	Damian D Capozzola	11.00	Prepare for and participate in Berry aspects of confirmation hearing, and follow-up communications.
7/27/04	Melissa M Dulac	2.80	Research re potential arguments to make in opposition to W. Berry's

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			preliminary injunction.
7/27/04	Damian D Capozzola	3.20	Research Rule 68 and communications re same (.7); communications and analysis re Hawaiian software strategies (2.5).
7/27/04	Damian D Capozzola	2.90	Communications and analysis in Delaware and on plane re Berry pleadings and strategies (2.9).
7/27/04	Eric C Liebeler	3.10	Review Berry preliminary injunction motion (2.0); outline opposition (1.1).
		<hr/> 672.10	TOTAL HOURS

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Description of Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
6/21/04	Telephone call to: HONOLULU, HI 808-535-5711	1.18
6/25/04	Telephone call to: HONOLULU, HI 808-535-5711	1.06
6/29/04	Telephone call to: STATE OF, HI 808-535-5711	16.56
7/07/04	Fax page charge to 808-528- 4997	.75
7/12/04	Fed Exp to: KEITH A. KETTERLING, PORTLAND, OR from: DAMIAN D. CAPOZZOLA	14.02
7/12/04	Fed Exp to: TIMOTHY J. HOGAN, HONOLULU, HI from: DAMIAN D. CAPOZZOLA	21.15
7/18/04	Telephone call to: OAHU, HI 808-528-9721	.72
Total Expenses		<hr/> \$ 55.44